

FILED DR / CI
in the office of the Secretary of State
of the State of California

ARTICLES OF INCORPORATION
OF
NEWCOIN, INC.

SEP 19 2012

The undersigned, as incorporator of a corporation under the General Corporation Law of California, adopts the following Articles of Incorporation.

ARTICLE 1. NAME

The name of this corporation is NewCoin, Inc.

ARTICLE 2. PURPOSES

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE 3. SHARES

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is Ten Million (10,000,000) shares of common stock, with a par value of \$0.0001.

ARTICLE 4. AGENT FOR SERVICE OF PROCESS

The name of the initial agent for service of process in the State of California is Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service.

ARTICLE 5. LIMITATION OF DIRECTOR LIABILITY

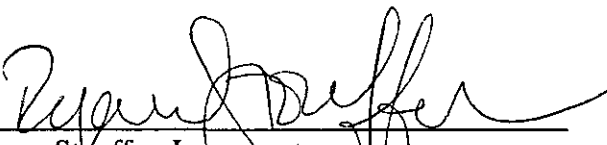
The liability of the Directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

ARTICLE 6. INDEMNIFICATION

This corporation is authorized to provide indemnification of agents (as defined in Section 317 of the General Corporation Law of California), whether by bylaw, agreement, or otherwise, in excess of the indemnification otherwise permitted in Section 317 of the General Corporation Law of California, subject only to the applicable limits set forth in Section 204 of the General Corporation Law of California with respect to actions for breach of duty to this corporation and its shareholders.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on September 17, 2012.



Ryan Stouffer, Incorporator